

California Exempt Organization Annual Information Return

For calendar or fiscal year beginning month day year 2001, and ending month day year. California corporation number 2041526 Federal employer identification number 330833801. The Patricia and Christopher Weil Family Corporation/Organization name Foundation. 6150 Lusk Blvd #B205 San Diego CA 92121. Final return? No. Check forms filed this year: State 109, Federal 990PF. Accounting method used Cash. Type of organization Exempt under Section 23701 d.

Part I Complete Part I unless not required to file this form. See General Instructions B and C.

Table with 13 rows for Receipts and Revenues, Expenses, and Filing Fee. Includes handwritten values for total gross receipts (413,031), total expenses (35,075), and balance due (10.00).

- 14 If exempt under R&TC Section 23701d, has the organization during the year: (1) participated in any political campaign or (2) attempted to influence legislation or any ballot measure, or (3) made an election under R&TC Section 23704.5 (relating to lobbying by public charities)? If "Yes," complete and attach form FTB 3509, Political or Legislative Activities by Section 23701d Organizations.
15 Did the organization have any changes in its activities, governing instrument, articles of incorporation, or bylaws that have not been reported to the Franchise Tax Board? If "Yes," complete an explanation and attach copies of revised documents.
16 Is the organization exempt under R&TC Section 23701g? If "Yes," enter amount of gross receipts from nonmember sources \$.
17 Did the organization file Form 100, Form 100S, or Form 109 to report taxable income? If "Yes," enter amount of total income reported \$.
18 The financial records are in care of Christopher Weil & Kit Wells Daytime telephone (858) 597-6610 located at 6150 Lusk Blvd #B205 San Diego, CA 92121.

Please Sign Here: Signature of officer (Christopher Weil), Date (11-15-02), Title (Director), Daytime telephone (858) 597-6610. Paid Preparer's Use Only: Preparer's signature (n/a), Date, Check if self-employed, Preparer's SSN or PTIN, Firm's name (or yours, if self-employed) and address, Daytime telephone.

Part II Organizations with gross receipts of more than \$25,000 and private foundations regardless of amount of gross receipts — complete Part II or furnish substitute information. See Specific Line Instructions.

| | | | | |
|------------------------------------|----|--|----|--|
| Receipts from Other Sources | 1 | Gross sales or receipts from all business activities. See instructions | 1 | |
| | 2 | Interest | 2 | |
| | 3 | Dividends | 3 | |
| | 4 | Gross rents | 4 | |
| | 5 | Gross royalties | 5 | |
| | 6 | Gross amount received from sale of assets | 6 | |
| | 7 | Other income. Attach schedule | 7 | |
| | 8 | Total gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1 | | |
| Expenses and Disbursements | 9 | Contributions, gifts, grants, and similar amounts paid. Attach schedule | 9 | |
| | 10 | Disbursements to or for members | 10 | |
| | 11 | Compensation of officers, directors, and trustees. Attach schedule | 11 | |
| | 12 | Other salaries and wages | 12 | |
| | 13 | Interest | 13 | |
| | 14 | Taxes | 14 | |
| | 15 | Rents | 15 | |
| | 16 | Depreciation and depletion | 16 | |
| | 17 | Other. Attach schedule | 17 | |
| | 18 | Total expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9 | 18 | |

Federal Form 990 PF attached in lieu

Schedule L Balance Sheets

| | Beginning of taxable year | | End of taxable year | |
|--|---------------------------|-----|---------------------|-----|
| | (a) | (b) | (c) | (d) |
| Assets | | | | |
| 1 Cash | | | | |
| 2 Net accounts receivable | | | | |
| 3 Net notes receivable. Attach schedule | | | | |
| 4 Inventories | | | | |
| 5 Federal and state government obligations | | | | |
| 6 Investments in other bonds. Attach schedule | | | | |
| 7 Investments in stock. Attach schedule | | | | |
| 8 Mortgage loans (number of loans _____) | | | | |
| 9 Other investments. Attach schedule | | | | |
| 10 a Depreciable assets | | | | |
| b Less accumulated depreciation | | | | |
| 11 Land | | | | |
| 12 Other assets. Attach schedule | | | | |
| 13 Total assets | | | | |
| Liabilities and net worth | | | | |
| 14 Accounts payable | | | | |
| 15 Contributions, gifts, or grants payable | | | | |
| 16 Bonds and notes payable. Attach schedule | | | | |
| 17 Mortgages payable | | | | |
| 18 Other liabilities. Attach schedule | | | | |
| 19 Capital stock or principle fund | | | | |
| 20 Paid-in or capital surplus. Attach reconciliation | | | | |
| 21 Retained earnings or income fund | | | | |
| 22 Total liabilities and net worth | | | | |

Schedule M-1 Reconciliation of income per books with income per return

Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$25,000

| | | | |
|---|---|----|--|
| 1 | Net income per books | 7 | Income recorded on books this year not included in this return. Attach schedule |
| 2 | Federal income tax | 8 | Deductions in this return not charged against book income this year. Attach schedule |
| 3 | Excess of capital losses over capital gains | 9 | Total. Add line 7 and line 8 |
| 4 | Income not recorded on books this year. Attach schedule | 10 | Net income per return. Subtract line 9 from line 6 |
| 5 | Expenses recorded on books this year not deducted in this return. Attach schedule | | |
| 6 | Total. Add line 1 through line 5 | | |

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2001

Department of the Treasury
Internal Revenue Service

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2001, or tax year beginning _____, 2001, and ending _____, 20

G Check all that apply: Initial return Final return Amended return Address change Name change

| | | | |
|---|---|---|--|
| Use the IRS label. Otherwise, print or type. See Specific Instructions. | Name of organization The Patricia & Christopher Weil Family Foundation | | A Employer identification number 33:0833801 |
| | Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 6150 Lusk Blvd #8205 | | B Telephone number (see page 10 of the instructions) (658)597-6610 |
| | City or town, state, and ZIP code SAN DIEGO, CA 92121 | | C If exemption application is pending, check here <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$1,125,483 | | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.) | |
| E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> | | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions).) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | 40,400 | | | |
| | 2 Distributions from split-interest trusts | | | | |
| | 3 Interest on savings and temporary cash investments | 12,231 | 12,231 | | |
| | 4 Dividends and interest from securities | 8,059 | 8,059 | | |
| | 5a Gross rents | | | | |
| | b (Net rental income or (loss)) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 106,869 | | | |
| | b Gross sales price for all assets on line 6a | 705,467 | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 106,869 | | |
| | 8 Net short-term capital gain | | | 1555 | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less: Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | | | | |
| 12 Total. Add lines 1 through 11. | 528,559 | 126,404 | 1555 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | | | | |
| | c Other professional fees (attach schedule) | 2619 | | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see page 14 of the instructions) | 449 | | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | 475 | | | | |
| 22 Printing and publications | 337 | | | | |
| 23 Other expenses (attach schedule) | | | | | |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 3880 | | | | |
| 25 Contributions, gifts, grants paid | 35,075 | | | 35,075 | |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 38,955 | | | | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | 489,604 | | | | |
| b Net investment income (if negative, enter -0-) | | 126,404 | | | |
| c Adjusted net income (if negative, enter -0-) | | | 1555 | | |

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | | |
|--|--|--|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash—non-interest-bearing | 2557 | 324 | 324 |
| | 2 Savings and temporary cash investments | 222 | 199,118 | 199,118 |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments—U.S. and state government obligations (attach schedule) | 632,983 | 962,158 | 926,040 |
| | b Investments—corporate stock (attach schedule) | | | |
| | c Investments—corporate bonds (attach schedule) | | | |
| | 11 Investments—land, buildings, and equipment: basis ▶ | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 12 Investments—mortgage loans | | | | |
| 13 Investments—other (attach schedule) | 24,875 | 0 | 0 | |
| 14 Land, buildings, and equipment: basis ▶ | | | | |
| Less: accumulated depreciation (attach schedule) ▶ | | | | |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers—see page 16 of the instructions. Also, see page 1, item I) | 662,636 | 1,152,200 | 1,125,482 | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 23 Total liabilities (add lines 17 through 22) | -0- | 0 | | |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Organizations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | | | | |
| 30 Total net assets or fund balances (see page 17 of the instructions) | 662,636 | 1,152,200 | | |
| 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) | 662,636 | 1,152,200 | | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | |
|--|---|-----------|
| 1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 662,636 |
| 2 Enter amount from Part I, line 27a | 2 | 489,604 |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 1,152,240 |
| 5 Decreases not included in line 2 (itemize) ▶ <i>Unrealized losses book v. fmv</i> | 5 | 2407 |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 | 6 | 1,152,200 |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P—Purchase D—Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a PSA-2624 shares common @ 25.0625 | D | 12/28/98 | 01/04/01 |
| b PSA-9000 shares common @ 25.0625 | D | 12/28/99 | 01/04/01 |
| c PSA-2376 shares common @ 25.0625 | D | 12/28/00 | 01/04/01 |
| d PSA-10,124 shares common @ 33.4905 | D | 12/28/00 | 08/10/01 |
| e Limited - 1500 shares common @ 10.40 | P | 9/28/01 | 10/3/01 |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 65764 | — | 71,013 | 452497 |
| b 225563 | — | 204,188 | 21,375 |
| c 59,549 | — | 58,806 | 743 |
| d 339,014 | — | 250,569 | 88,445 |
| e 15,577 | — | 14,022 | 1,555 |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (j) F.M.V. as of 12/31/69 | (k) Adjusted basis as of 12/31/69 | (l) Excess of col. (j) over col. (k), if any | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| | | |
|---|---|---------|
| 2 Capital gain net income or (net capital loss). { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | 2 | 106,869 |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 | 3 | 1,555 |

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|---|---------------------------------------|---|--|
| 2000 | | | |
| 1999 | | | |
| 1998 | | | |
| 1997 | | | |
| 1996 | | | |

| | | |
|--|---|--|
| 2 Total of line 1, column (d) | 2 | |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | |
| 4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5 | 4 | |
| 5 Multiply line 4 by line 3 | 5 | |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | |
| 7 Add lines 5 and 6 | 7 | |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

| | | | | |
|----|--|----|------|----|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: (attach copy of ruling letter if necessary—see instructions) | | | |
| b | Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 2528 | 08 |
| c | All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) | | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | | |
| 3 | Add lines 1 and 2 | 3 | 2528 | 08 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 2528 | 08 |
| 6 | Credits/Payments: | | | |
| a | 2001 estimated tax payments and 2000 overpayment credited to 2001 | 6a | | |
| b | Exempt foreign organizations—tax withheld at source | 6b | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d | Backup withholding erroneously withheld | 6d | | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | | |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 2528 | 08 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | |
| 11 | Enter the amount of line 10 to be: Credited to 2002 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a | | X |
| 1b | | X |
| <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.</i> | | |
| 1c | | X |
| d | | |
| e | | |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | | X |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | | |
| 10 | | X |
| 11 | X | |

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.

1c Did the organization file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the organization. ▶ \$ _____ (2) On organization managers. ▶ \$ _____

e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers. ▶ \$ _____

2 Has the organization engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*

4a Did the organization have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the organization have at least \$5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ California

8b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*

9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2001 or the taxable year beginning in 2001 (see instructions for Part XIV on page 25)? *If "Yes," complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address ▶ www.wellfamilyfoundation.org

12 The books are in care of ▶ Christopher Well Telephone no. ▶ 858 5976610
Located at ▶ 1600 Luak Blvd #B205 San Diego, CA ZIP+4 ▶ 92121-2737

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year. ▶ 13

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

- 1a During the year did the organization (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official?
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)?
c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2001?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001?
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2001?
5a During the year did the organization pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If you answered "Yes" to 6b, also file Form 8870.

Table with 3 columns: Question Label, Yes, No. Contains 'X' marks in the Yes/No columns for questions 1c, 2b, 3b, 4a, 4b, 5b, and 6b.

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 20 of the instructions):

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| - See attached - | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

2 Compensation of five highest-paid employees (other than those included on line 1—see page 21 of the instructions). If none, enter "NONE."

| (a) Name and address of each employee paid more than \$50,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|--|------------------|---|---------------------------------------|
| none | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Total number of other employees paid over \$50,000. ▶

3 Five highest-paid independent contractors for professional services—(see page 21 of the instructions). If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| none | | |
| | | |
| | | |
| | | |
| | | |

Total number of others receiving over \$50,000 for professional services ▶

Part IX A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

| | Expenses |
|-----------|----------|
| 1 none | |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments (see page 21 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|--------|
| 1 none | |
| 2 | |
| All other program-related investments. See page 22 of the instructions. | |
| 3 | |
| Total. Add lines 1 through 3 | |

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the instructions.)

| | | |
|--|----|---------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a Average monthly fair market value of securities | 1a | 384,568 |
| b Average of monthly cash balances | 1b | 248,064 |
| c Fair market value of all other assets (see page 22 of the instructions) | 1c | |
| d Total (add lines 1a, b, and c) | 1d | 632,632 |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 Subtract line 2 from line 1d | 3 | 632,632 |
| 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions) | 4 | 9489 |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 623,143 |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 31,157 |

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

| | | |
|--|----|--------|
| 1 Minimum investment return from Part X, line 6 | 1 | 31,157 |
| 2a Tax on investment income for 2001 from Part VI, line 5 | 2a | 2528 |
| b Income tax for 2001. (This does not include the tax from Part VI.) | 2b | |
| c Add lines 2a and 2b | 2c | 2528 |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 28,629 |
| 4a Recoveries of amounts treated as qualifying distributions | 4a | |
| b Income distributions from section 4947(a)(2) trusts | 4b | |
| c Add lines 4a and 4b | 4c | |
| 5 Add lines 3 and 4c | 5 | 28,629 |
| 6 Deduction from distributable amount (see page 23 of the instructions) | 6 | |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 28,629 |

Part XII Qualifying Distributions (see page 23 of the instructions)

| | | |
|---|----|--------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 | 1a | 35,075 |
| b Program-related investments—Total from Part IX-B | 1b | |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 Amounts set aside for specific charitable projects that satisfy the: | | |
| a Suitability test (prior IRS approval required) | 3a | |
| b Cash distribution test (attach the required schedule) | 3b | |
| 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 35,075 |
| 5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 24 of the instructions) | 5 | |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 35,075 |

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 24 of the instructions)

| | (a) Corpus | (b) Years prior to 2000 | (c) 2000 | (d) 2001 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2001 from Part XI, line 7 | | | | 28,629 |
| 2 Undistributed income, if any, as of the end of 2000: | | | | |
| a Enter amount for 2000 only | | 0 | 0 | |
| b Total for prior years: 19____, 19____, 19____ | | 0 | | |
| 3 Excess distributions carryover, if any, to 2001: | | | | |
| a From 1996 | | | | |
| b From 1997 | | | | |
| c From 1998 | | | | |
| d From 1999 | | | | 187 |
| e From 2000 | | | | 9950 |
| f Total of lines 3a through e | 10,137 | | | |
| 4 Qualifying distributions for 2001 from Part XII, line 4: ▶ \$ 35,015 | | | | |
| a Applied to 2000, but not more than line 2a. | | | | |
| b Applied to undistributed income of prior years (Election required—see page 24 of the instructions) | | | | |
| c Treated as distributions out of corpus (Election required—see page 24 of the instructions) | | | | |
| d Applied to 2001 distributable amount | | | | 28,629 |
| e Remaining amount distributed out of corpus | 6446 | | | |
| 5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a).) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 16,583 | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | 0 | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0 | | |
| d Subtract line 6c from line 6b. Taxable amount—see page 25 of the instructions | | 0 | | |
| e Undistributed income for 2000. Subtract line 4a from line 2a. Taxable amount—see page 25 of the instructions | | | 0 | |
| f Undistributed income for 2001. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2002. | | | | 0 |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions). | 0 | | | |
| 8 Excess distributions carryover from 1996 not applied on line 5 or line 7 (see page 25 of the instructions). | 0 | | | |
| 9 Excess distributions carryover to 2002. Subtract lines 7 and 8 from line 6a | 16,583 | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 1997 | | | | |
| b Excess from 1998 | | | | |
| c Excess from 1999 | | | | 187 |
| d Excess from 2000 | | | | 9950 |
| e Excess from 2001 | | | | 6446 |

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2001, enter the date of the ruling n/a
b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

| | Tax year | | | | (e) Total |
|--|----------|----------|----------|----------|-----------|
| | (a) 2001 | (b) 2000 | (c) 1999 | (d) 1998 | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon: | | | | | |
| a "Assets" alternative test—enter: | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test—Enter % of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test—enter: | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 26 of the instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

Christopher and Patricia Weil

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

none

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number of the person to whom applications should be addressed:

- b** The form in which applications should be submitted and information and materials they should include:

- c** Any submission deadlines:

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Supplementary information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|-----------|
| Name and address (home or business) | | | | |
| <p>a Paid during the year</p> <p>See schedule</p> | | | | |
| Total | | | | 3a |
| <p>b Approved for future payment</p> <p>none</p> | | | | |
| Total | | | | 3b |

Christopher and Patricia Weil Family Foundation
 EIN: 33-0833801
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| | | |
|--------------------|---|---|
| Part I, Line 1: | Contributions, gifts, grants, etc. received 12,000 shares PSA common stock received on 12/28/01 | \$401,400 |
| Part I, Line 16c: | Other Professional fees Investment advisory management fees paid to Christopher Weil and Company, Inc. | \$ 2,619 |
| Part I, Line 18: | Taxes Paid Paid to Internal Revenue Service on 5/15/01 Paid to Franchise Tax Board on 5/15/01 Paid to Dept of Justice on 9/12/01 | \$448.70 \$ 413.70 10.00 <u>25.00</u> |
| Part II, Line 10b: | Investments – Corporate Stock Equity One 1,200 common @13.74 Lexington Corp 950 common @ 15.50 Mack-Cali Realty 475 common @ 31.02 RFS Hotel 1,400 common @ 11.38 United Dominion 1,000 common @ 14.4 Apartment Investment 700 preferred @ 24.15 Crown American 275 preferred @ 51.7 Dillards Capital 725 preferred @ 18.4 Kmart Financing 300 preferred @ 29.00 Malan Realty Bonds 150 @ 90 Cymer Inc Bonds 70 @ 96.25 Cypress Semi Bonds 70 @ 81 AES Corp 2,000 common @ 16.35 Applied Materials 600 common @ 40.10 Limited, Inc. 1,500 common @ 14.72 Metline, Inc. 2,000 common @ 31.68 Call Metlife 10 contracts @.15 NRG Energy 1,000 common @ 15.5 Public Storage 12,000 common at 34.40 Alliance Shares | \$926,040 \$ 16,488 14,725 14,735 15,932 14,400 16,905 14,218 13,340 8,700 13,500 6,738 5,670 32,700 24,060 22,080 63,360 -150 15,500 400,800 212,339 |

Christopher and Patricia Weil Family Foundation

EIN: 33-0833801

Form 990-PF for tax year ended 12/31/01

Part XV, Line 3, section a: Grants and Contributions paid during the year

| <u>Recipient Name and Address</u> | <u>If individual, Relationship</u> | <u>Foundation Status</u> | <u>Purpose of Grant or Contribution</u> | <u>Amount</u> |
|--|------------------------------------|--------------------------|---|---------------|
| Thirata Buddhist Temple 2819 N. Santa Ana Lane Tucson, AZ 85749 | N/A | Religious | To support the continued efforts of the temple's ministry | \$500 |
| Casa de Amparo P.O. Box 410 San Luis Rey, CA 92068 | N/A | Public | To support the continued shelter of abused children | \$2,000 |
| Champions of Children/Cystic Fibrosis Foundation 935 N. Harbor Blvd La Habra, CA 90631 | N/A | Public | To support the continuing efforts of medical research | \$100 |
| Guild for Psychological Studies PO Box 29385 Presidio Station San Francisco, CA 94129 | N/A | Public | To support the continued facilitation of the discovery of individuals' unique value and inner authority | \$100 |
| Door of Faith P.O. Box 6434 Chula Vista, CA 91909 | N/A | Religious | To support the continued operations of an orphanage in Mexico | \$1,000 |
| Humboldt State Univ. Rowing Assoc. PO Box 393 Arcata, CA 95521 | N/A | Public | To support the crew team with expenses | \$200 |
| Mainly Mozart 121 Broadway Suite 374 San Diego, CA 92101 | N/A | Public | To support the continuing operations of the performing arts | \$13,500 |
| North Coast Repertory 987 D Lomas Santa Fe Solana Beach, CA 92075 | N/A | Public | To support the continuing operations of a theatre for the performing arts | \$200 |
| Old Globe Theatre PO Box 2171 San Diego, CA 92112 | N/A | Public | To support the continuing operations of a theatre for the performing arts | \$125 |

Christopher and Patricia Weil Family Foundation

EIN: 33-0833801

Form 990-PF for tax year ended 12/31/01

Part XV, Line 3, section a: Grants and Contributions paid during the year

| | | | | |
|--|-----|--------|---|----------|
| Planned Parenthood Federation of America 810 Seventh Avenue New York, NY 10019 | N/A | Public | To support the continued health and welfare of underserved communities | \$1500 |
| Robert A. Toigo Foundation 1211 Preservation Park Way Oakland, CA 94612 | N/A | Public | To support the continued efforts in vocational training and support for underemployed individuals | \$10,000 |
| San Diego Opera 1200 Third Avenue, 18th floor San Diego, CA 92101 | N/A | Public | To support the continuing operations of the theatre for the performing arts | \$1,000 |
| San Diego Performing Arts League 625 Broadway, Suite 735 San Diego, CA 92101 | N/A | Public | To support the continuing operations of the theatre for the performing arts | \$350 |
| San Diego Rep 79 Horton Plaza San Diego, CA 92101 | N/A | Public | To support the continuing operations of the theatre for the performing arts | \$1,000 |
| Second Chance 505 16th Street San Diego, CA 92101 | N/A | Public | To support the continued efforts in vocational training and support for underemployed individuals | \$1,000 |
| Susan G. Komen Breast Cancer Foundation 33 South Catalina Avenue #203 Pasadena, CA 91106 | N/A | Public | To support the continuing efforts of medical research for the cure of breast cancer | \$200 |
| Torrey Pines Association PO Box 345 La Jolla, CA 92038 | N/A | Public | To support the preservation of and education about Torrey Pines state park | \$400 |
| UCSD Foundation 9500 Gilman Drive La Jolla, CA 92092 | N/A | Public | To support the continued efforts of education | \$1,400 |
| White Memorial Med Ctr Charitable Found. 729 Broadway Street Venice, CA 90291 | N/A | Public | To support a community garden in the inner city | \$500 |